

EXHIBIT A

UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK

PROOF OF CLAIM

Name of Debtor (Check Only One)
 Motors Liquidation Company (f/k/a General Motors Corporation)
 MLCS, LLC (f/k/a Saturn, LLC)
 MLCS Distribution Corporation (f/k/a Saturn Distribution Corporation)
 MLC of Harlem, Inc (f/k/a Chevrolet-Saturn of Harlem, Inc)

Case No
09-50026 (REG)
09-50027 (REG)
09-50028 (REG)
09-13558 (REG)

Your Claim is Scheduled As Follows.

FILED - 44829

MOTORS LIQUIDATION COMPANY
F/K/A GENERAL MOTORS CORP
SDNY # 09-50026 (REG)

NOTE This form should not be used to make a claim for an administrative expense arising after the commencement of the case but may be used for purposes of asserting a claim under 11 U.S.C. § 503(b)(9) (see Item # 5). All other requests for payment of an administrative expense should be filed pursuant to 11 U.S.C. § 503.

Name of Creditor (the person or other entity to whom the debtor owes money or property) EXIDE AUTOMOTIVE Technologies

Name and address where notices should be sent

EXIDE AUTOMOTIVE Technologies

13000 DEERFIELD PKWY STE 200
ALPHARETTA GA 30004-6118

Milton

C/O Nathan Harwell

Telephone number (678) 566-9338

Email Address Nathan.harwell@exide.com

Name and address where payment should be sent (if different from above)

Check this box to indicate that this claim amends a previously filed claim

Court Claim Number _____
(If known)

Filed on _____

Telephone number

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars

Check this box if you are the debtor or trustee in this case

1. Amount of Claim as of Date Case Filed, June 1, 2009 \$ See attached

If all or part of your claim is secured, complete item 4 below, however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. If all or part of your claim is asserted pursuant to 11 U.S.C. § 503(b)(9), complete item 5.

Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges

2. Basis for Claim See attached

(See instruction #2 on reverse side)

3. Last four digits of any number by which creditor identifies debtor _____

3a Debtor may have scheduled account as _____
(See instruction #3a on reverse side)

4. Secured Claim (See instruction #4 on reverse side)

Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information

Nature of property or right of setoff Real Estate Motor Vehicle Equipment Other
Describe.

Value of Property \$ _____ Annual Interest Rate %

Amount of arrearage and other charges as of time case filed included in secured claim, if any \$ _____

Basis for perfection _____

Amount of Secured Claim. \$ _____ Amount Unsecured \$ _____

6. Credits The amount of all payments on this claim has been credited for the purpose of making this proof of claim

7. Documents Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements or running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side)

DO NOT SEND ORIGINAL DOCUMENTS ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING

If the documents are not available, please explain in an attachment

If an amount is identified above, you have a claim scheduled by one of the Debtors as shown. (This scheduled amount of your claim may be an amendment to a previously scheduled amount.) If you agree with the amount and priority of your claim as scheduled by the Debtor and you have no other claim against the Debtor, you do not need to file this proof of claim form, EXCEPT AS FOLLOWS. If the amount shown is listed as DISPUTED, UNLIQUIDATED, or CONTINGENT, a proof of claim MUST be filed in order to receive any distribution in respect of your claim. If you have already filed a proof of claim in accordance with the attached instructions, you need not file again.

5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a)
If any portion of your claim falls in one of the following categories, check the box and state the amount

Specify the priority of the claim

- Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B)
- Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4)
- Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5)
- Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7)
- Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8)
- Value of goods received by the Debtor within 20 days before the date of commencement of the case - 11 U.S.C. § 503(b)(9) (§ 507(a)(2))
- Other - Specify applicable paragraph of 11 U.S.C. § 507(a) _____
Amount entitled to priority

\$ _____
*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment

Date 11/23/09

Signature The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any

FOR COURT USE ONLY

Nathan Harwell Litigation Counsel

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

In re:) Chapter 11
Motors Liquidation Company f/k/a General)
Motors Corporation, et al.,) Case No. 09-50026 (REG)
Debtors) (Jointly Administered)

PROOF OF CLAIM OF EXIDE TECHNOLOGIES

1. Exide Technologies (“Claimant”), a creditor in the above-captioned proceedings of Motors Liquidation Company (f/k/a General Motors Corporation) (“Debtor”) pending in the United States Bankruptcy Court for the Southern District of New York, hereby files its proof of claim. Claimant’s address is Building 200, 13000 Deerfield Parkway, Milton, Georgia 30004.

2 The claims and requests for payment of Claimant referred to herein are collectively the “Claims ”

3 Claimant expressly reserves the right to amend, modify and/or supplement these Claims (the “Proof of Claim”) at any time for whatever reason including, without limitation, for the purpose of filing additional claims and/or to specify the amount of Claimant’s contingent, unmatured and/or unliquidated claims, if any, as they become non-contingent, matured and/or liquidated. By virtue of the filing this Proof of Claim, Claimant does not waive, and hereby expressly reserves, Claimant’s rights to pursue claims and requests for payment (including, but not limited to, the Claims) against the Debtor based upon alternative legal theories

4 By virtue of filing the Proof of Claim, Claimant does not, and the Proof of Claim shall not be deemed to be, consent to the jurisdiction of this Court. Claimant does not waive Claimant's right to dispute the jurisdiction of this Court to hear any proceeding, motion or other matter related to the Proof of Claim or any other rights of the Claimant apart from the Proof of Claim.

Claims

5 Upon information and belief, the Debtor is or may be indebted and obligated to Claimant in a contingent, undetermined and unliquidated amount including, but not limited to, with respect to any and all claims arising out of, or in any way relating to any physical, economic, or any other damage or injury to any personal, property, or property interest, or for the costs of response or corrective action or remediation incurred by the government or any other person, arising out of or in any way relating to the installation, presence, removal, exposure to, release or migration of any contaminant or any other toxic or hazardous substances, pollutants, or substances, or arising out of or in any way relating to any conduct, act or omission of the Debtor, whether by any officer, director, employee, or agent of the Debtor, or by any predecessor or successor of the Debtor, or arising out of or in any way relating to any product or facility, property or property interest of the Debtor, including any and all claims under tort, contract, warranty, restitution, conspiracy, contribution, guarantee, indemnity, subrogation or any other theory of law, equity or admiralty, and including any and all rights and remedies that are or may be related thereto, whether seeking compensatory, special, economic and non-economic, punitive, exemplary, administrative, or any other costs or damages.

6. Upon information and belief, the Debtor is or may be indebted and obligated to Claimant in a contingent, undetermined and unliquidated amount with respect to any and all rights and entitlements that Claimant has or may have to indemnification, contribution,

reimbursement or other payments (*e.g.*, including, without limitation, damages, costs and expenses related thereto) from the Debtor based upon applicable law, any contract, or otherwise

7. The foregoing claims include, but are not limited to, any and all claims arising out of, or in any way relating to any conduct, act or omission of the Debtor relating to the site or facility commonly known as the Four County Landfill, which is a closed landfill in Delong, Indiana that is the subject of remedial actions by EPA and the State of Indiana

General Provisions Applicable to All Claims

8. To the extent that the Debtor asserts claims against Claimant of any kind, Claimant reserves the right to assert that such claims by the Debtor are subject to rights of setoff and/or recoupment (the "Setoff Rights"), which rights are treated as secure claims under the Bankruptcy code.

9. To the extent that any of the Claims set forth herein, in whole or in part, or any component thereof, arise or relate in any manner to the period on or after the petition date of the Debtor's bankruptcy case, Claimant asserts that such Claims (or any portions thereof) are entitled to priority pursuant to sections 503 and 507 of the Bankruptcy Code

10. The Claims described in the preceding paragraphs are filed only to preserve any and all rights and entitlements Claimant may have, as asserted herein, and nothing set forth herein should be construed as an admission that any valid claims or causes of action exist against Claimant.

11. Solely to the extent that the value, within the meaning of 11 U.S.C. § 506(a), of any property securing the Claims and/or the Setoff Rights, if any, is less than the allowed amount of the Claims, the Claims may be treated, in part, as general unsecured claims under the Bankruptcy Code, and in such event, and solely to such extent, the Claims asserted

herein or the relevant part hereof, as the case may be, shall constitute unsecured claims and this Proof of Claim shall constitute a Proof of Claim for both the secured portion of claimant's Claims and for any such unsecured portion of Claimant's Claims. The foregoing shall not be deemed an admission regarding the amount of the Claims nor regarding the value of any property securing the claims or the Setoff Rights

12. Except as expressly described above, no judgment has been rendered on the Claims

Dated: November 23, 2009



EXIDE TECHNOLOGIES
by Nathan H. Harwell, Esq.,
Litigation Counsel

cc:

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